



**COMMUNITY CHILD CARE  
ASSOCIATION INCORPORATED**

**RULES**

Revised November 2013

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## **INTERPRETATION**

**In these Rules, unless the contrary intention appears:**

"Board" means the board of the Association.

"financial year" means the year ending on 30 June.

"General Meeting" means a general meeting of members convened in accordance with Rule 7.

"Member" means a member of the Association.

"Individual member of the Board" means a member of the Board who is not an officer of the Association under Rule 6.7 or representing a member organisation .

"Office Holder" has the same meaning as in the Act.

"The Act" means the Associations Incorporation Reform Act 2012.

"The Regulations" means regulations under the Act.

**Words or expressions contained in these Rules shall be interpreted in accordance with the provisions of the Interpretation of Legislation Act 1984 and the Act as in force from time to time.**

## **1. NAME OF ASSOCIATION**

The name of the Incorporated Association is Community Child Care Association Incorporated, ( in these Rules called "the Association").

## **2. STATEMENT OF PURPOSES**

2.1 The purposes for which the Association is established is to work within the community services sector to:

- (a) Promote the value and importance of community owned, community managed publicly funded, not for-profit education and care services.
- (b) Advocate for all children and families to have access to high quality education and care services in early and middle childhood
- (c) Advocate for community models that encourage family partnerships, participation and collaboration within the service and with the wider community.
- (d) Support communities to be active, informed and empowered in their commitment to education and care services.
- (e) Promote good employment practices – including pay and conditions - through the provision of industrial support and advice to education and care services.
- (f) Support the establishment of new community owned, community managed, publicly funded, not for-profit education and services.
- (g) Provide professional support to build the capacity of all education and care services to improve outcomes for all children, families and communities.
- (h) Advocate for community recognition and valuing of the professional role of educators in early and middle childhood.

2.2 In the provision and development of community services, the Association is committed to the following service planning principles:

- (a) Equitable access
- (b) Community participation and management
- (c) Respect for Diversity
- (d) Flexible and Responsive provision
- (e) Community development and capacity building

(f) Local planning and co-ordination

(g) Not for profit service provision

2.3 For the purpose of achieving these goals and implementing these principles, the Association shall:

(a) Initiate and co-ordinate action on behalf of community based education and care services in Victoria.

(b) Assist and support non-profit parent and community groups and local councils concerned with the provision of education and care education and care services.

(c) Produce, collect and disseminate information.

(d) Educate the public as to the need for, and value of, community based education and care services.

(e) Research and assess existing programs with the view to improving outcomes for all children, families and communities.

(f) Liaise with other organisations.

### **3. MEMBERSHIP**

3.1 Membership of the Association shall be open to:

a) individuals who support the principles of the Association.

b) education and care services - non profit community based education and care services non profit work based or work related education and care providers. Full voting membership is not open to proprietors of for profit education and care services.

c) organisations which, in the opinion of the Board, have objectives in accordance with the aims of the Association.

3.2 Applications for membership shall be made at the registered office on the form prescribed by the Board. Upon approval of the application for membership, the name of the new member shall be entered in the register of members.

3.3 The annual membership subscription shall be determined from time to time by the Board and membership shall be renewed annually.

3.4 A person shall cease to be member in any of the following circumstances:

a) where her or his annual subscription is not paid for the current year.

- b) in the case of a representative organisation where such organisation ceases to operate.
- c) where the member dies or resigns.
- d) where the member ceases to meet the eligibility criteria as set out in 3.1

#### **4. REGISTER OF MEMBERS**

4.1 The Secretary shall keep and maintain a Register of Members that includes:

- (a) for each current member:
  - (i) the member's name;
  - (ii) the address for notice last given by the member;
  - (iii) the date of becoming a member; and
  - (iv) any other information determined by the Board; and
- (b) for each former member, the date of ceasing to be a member.

4.2 Any member may, at a reasonable time and free of charge, inspect the register of members.

#### **5. RIGHTS OF MEMBERS**

5.1 A member of the Association who is entitled to vote has the right:

- (a) to receive notice of general meetings and of proposed special resolutions in the manner and time prescribed by these Rules;
- (b) to submit items of business for consideration at a general meeting;
- (c) to attend and be heard at general meetings;
- (d) to vote at a general meeting;
- (e) to have access to the minutes of general meetings (including financial statements submitted at a general meeting) and other documents of the Association as provided under these Rules; and
- (f) to inspect the register of members.

5.2 A member is not entitled to access the minutes of meetings of the Board.

## 6. BOARD

- 6.1 The business of the Association must be managed by, or under the direction of, the Board.
- 6.2 The Board may exercise all the powers of the Association except those powers that these Rules or the Act require to be exercised by general meetings of the members of the Association.
- 6.3 There shall be a Board of twelve persons (12) who shall be elected by the Annual General Meeting of the Association from the individual members of the Association. The Association shall have the option of co-opting two additional members.
- 6.4 At each Annual General Meeting one half of the twelve individual members of the Board shall retire in rotation from office. Those that have been longest in office shall retire first or, where Board Members have been in office for a like period, the order of retirement shall be by mutual agreement or, failing agreement, by ballot. A retiring Board Member shall hold office until the conclusion of the Annual General Meeting and shall be eligible for re-election.
- 6.5 The office of a Board Member shall cease if he or she:
- (a) ceases to be a member of the Association;
  - (b) resigns in writing to the Secretary;
  - (c) dies;
  - (d) the organisation he or she represents ceases to operate; or
  - (e) otherwise ceases to be a member of the Board by operation of section 78 of the Act.

Any vacancy occurring in the Board otherwise than by rotation or retirement may be filled by the Board but the person so chosen shall be subject to retirement at the same time as if he or she had become a member on the day on which the Board Member in whose place he or she is appointed was last elected a Board Member.

- 6.6 The Board shall meet at least monthly and there shall be written notice of the meetings. Questions arising at any meetings shall be decided by a majority of votes (each Board Member has one vote) and in the case of an equality of votes the Chairperson shall have a second or casting vote. A Board Member may, and the Secretary may, on requisition of a member of the Board at any time summon a meeting of the Board. A quorum for any meeting of the Board shall be five (5). The Chairperson shall determine the procedure and order of business at a meeting of the Board.
- 6.7 The Board shall elect from its members at the first meeting following the annual general meeting in each year an executive consisting of :

- a) a Chairperson who shall preside at all meetings of the Board and at all meetings of members
  - b) a deputy chairperson who shall step into the role of Chairperson when Chairperson is not available.
  - c) a Treasurer who shall be responsible for the supervision of the financial affairs of the Association
  - d) a Secretary who shall be responsible for the preparation and retention of the minutes of the annual general meeting and any other meetings of the Association
  - e) at least two other individual members.
- 6.8 The business and operations of the Association shall be managed and controlled by the Board and for that purpose the Board (except as hereinafter provided) shall and may exercise the powers of the Association as they had been expressly conferred on the Board by a general meeting of the Association.
- 6.9 The Board shall have minutes of General Board and Sub-Board meetings to be made in books provided for the purpose. The Board shall cause to be prepared all returns and notices relating to the Association.
- 6.10 The Board may delegate any of its powers to sub-committees consisting of such members of the Board and Association as the Board thinks fit. Any sub-committees so formed shall in the exercise of the powers so delegated conform to any requirements that may be imposed upon it by the Board. Questions arising at any meeting of the sub-committee shall be determined by a majority of votes of the members of that sub-committee present and in the case of inequality of votes the Chairperson shall have a second or casting vote.

## **7. GENERAL MEETINGS**

- 7.1 General meetings of the Association shall be held as required, on the decision of the Board, or on receipt by the Chairperson of a written request by not less than five members setting forth the objects of such a meeting.
- 7.2 The Annual General Meeting must be held in each year within five months after the close of the financial year. The business of the meeting shall:
- a) confirm minutes of the preceding Annual General Meeting
  - b) receive and adopt the annual report of the Board on the activities of the Association and the financial statements of the Association for the preceding financial year submitted by the Board in accordance with Part 7 of the Act
  - c) elect the office bearers and members of the Board and an auditor for the ensuing year



- d) transact any other business as if the meeting was an ordinary general meeting.
- 7.3 Twenty-one (21) days notice at least, specifying the place, the day and the hour of any general meeting (annual or otherwise) shall be given to all persons who are members of the Association. The non receipt of a notice by any member shall not invalidate the proceedings of such meeting.
- 7.4 No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to do business. Save as herein otherwise provided five (5) shall be a quorum.
- 7.5 At any meeting every question for decision shall be determined by a majority of members present on a show of hands (each member has one vote) unless three members request that a question be decided by secret ballot. Every member present in person shall have one vote only. In the case of an equality of votes the Chairperson of the meeting shall be entitled to a second or casting vote. There shall be no voting by proxy.
- 7.6 The Chairperson shall determine the procedure and order of business at a general meeting of the Association.

## **8. FINANCE**

The Board shall cause to be opened a banking account in the name of the Association into which all moneys received shall be paid as soon as possible after receipt. All cheques drawn on such account and all drafts, bills of exchange, promissory notes and other negotiable instruments for an on behalf of the Association shall be signed by one member of the Executive and a staff member nominated by the Executive Board; in the case where the amount is below an amount decided by the Executive two members of staff can be the signatories. All books of account, security documents and papers of the Association shall be kept at the office of the Association with such provisions for security as the Board directs. The Board shall cause to be prepared a statement of assets and liabilities of the Association as at the close of each financial year and of the accounts of the Association as at the close of each financial year and of the accounts of the Association for that year and a copy of the report of the Auditor on those accounts which will be submitted to the Annual General Meeting. The financial year of the Association shall end on the 30th day of June in each year.

## **9. INCOME AND PROPERTY OF THE ASSOCIATION**

- 9.1 The funds of the Association shall be derived from annual subscriptions, donations and such other sources as the Board determines.
- 9.2 The funds of the Association must be managed by the Treasurer.
- 9.3 The income and property of the Association, however derived, shall be applied solely towards the business of the Association and no portion thereof shall be paid or transferred directly to any member of the Association.

- 9.4 Subject to the Act, the Association shall not pay any office holder of Association member a remuneration or other benefit in money or monies, other than approved expenses incurred in carrying out Association duties.
- 9.5 Subject to the Act, nothing in the foregoing provisions of this rule shall prevent the payment in good faith to a servant or Members of the Association of:
- a) remuneration in return for services actually rendered to the Association by the servant or member in the ordinary course of her or his business
  - b) interest at a rate to be determined by the Association on monies lent by the servant or member.

## **10. SEAL**

The Common Seal of the Association shall be kept in the custody of the Secretary at the address of the Association. The Common Seal shall not be affixed to any instrument except by the authority of the Board and the affixing of the Common Seal shall be attested by the signatures either two members of the Board or the Secretary.

## **11. ALTERATION OF RULES**

These Rules may only be altered by special resolution of a general meeting of the Association.

## **12. NOTICE TO MEMBERS**

- 12.1 A notice may be served by or on behalf of the Association upon any member either personally or by sending it by post or facsimile to the member at the address shown on the Register of Members.
- 12.2 Where the document is properly addressed, prepaid and posted to a person as a letter the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.

## **13. WINDING UP OR CANCELLATION**

The Association will not be wound up except by consent of three quarters of those present at a general meeting of the members of the Association.

If upon the winding up or dissolution of the Association there remains, after satisfaction of all debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among to the members of the Association but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Association, and which is a fund, authority or institution approved by the Commissioner of Taxation as a fund, authority or institution referred to in paragraph 78 (1) of the Income Tax Assessment Act 1936.

#### **14. CUSTODY OF RECORDS**

Except as otherwise provided in these Rules, all books, documents and securities of the Association shall be kept securely at the offices of the Association, that being Suite West 08 & 09; 215 Bell Street; Preston. Victoria. 3072

#### **15. INSPECTION OF RECORDS**

The Executive Board shall cause proper accounting and other records to be kept, and shall cause to be made out and laid before each Annual General Meeting a balance sheet and profit and loss account made up to date not more than 6 months before the date of the meeting. The Executive Board shall ensure that the Board are regularly informed of the financial status of the Association.

#### **16. RULES**

The Board shall cause any member who so desires to be supplied with a copy of the Rules.

#### **17. DISCIPLINING OF MEMBERS**

All members must support the aims and objectives of the Association. Where the Board deems a conflict of interest or dispute between the interests of a member and the interests of the Association, the member may be required to, at the discretion of the Board, surrender their membership.

The disciplinary procedure under this clause is subject to the following requirements:

- (a) the member who is the subject of the disciplinary procedure must be informed of the grounds on which the disciplinary action is proposed;
- (b) the member must be given an opportunity to be heard;
- (c) the outcome arising from the disciplinary procedure must be determined by an unbiased decision-maker; and
- (d) the procedure must be completed as soon as reasonably practicable.

#### **18. GRIEVANCE PROCEDURE FOR SETTLING DISPUTES**

18.1 The grievance procedure set out in this rule applies to disputes under these rules between:

- (a) a member and another member; or
- (b) a member and the Association.

- 18.2 A member must not initiate a grievance procedure in relation to a matter that is the subjective of a disciplinary procedure until the disciplinary procedure has been completed.
- 18.3 The parties to the dispute must meet and discuss the matter in dispute, and if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- 18.4 If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
- 18.5 The mediator must be:
- (a) a person chosen by agreement between the parties; or
  - (b) in the absence of agreement: -
    - (i) in the case of a dispute between a member and another member, the Board of the Association would appoint the mediator.
    - (ii) in the case of a dispute between a member and the Association an independent external mediator will be appointed.
- 18.6 A member of the Association can be a mediator.
- 18.7 The mediator cannot be:
- (a) a member who is a party to the dispute;
  - (b) have a personal interest in the dispute; or
  - (c) be biased in favour of or against any party.
- 18.8 The parties to the dispute must, in good faith, attempt to settle the dispute by mediator.
- 18.9 The mediator, in conducting the mediation must -
- (a) give the parties to the mediation process every opportunity to be heard; and
  - (b) allow due consideration by all parties of any written statement submitted by any party; and
  - (c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.

18.10 The mediator must not determine the dispute.

18.11 If the mediation does not result in the dispute being resolved, the parties may resolve the dispute in accordance with the Act otherwise at law.

## **19. GENERAL**

Community Child Care Incorporated is an incorporated association (Registered no: A0030026F) incorporated on 5th September, 1994 under the Associations Incorporation Act 1981 (currently registered under the Act) and having a registered office at Suite West 08 & 09; 215 Bell Street; Preston. Victoria. 3072

Each member of the Board of the Association shall be required to become a member of the Association during her or his term of office. Upon a member of the Board ceasing to hold office her or his place shall be taken by the new Board member replacing her or him.

## **20. SECRETARY**

20.1 The Secretary must perform any duty or function required under the Act to be performed by the secretary of an incorporated association.

20.2 The Secretary must:

- (a) maintain the register of members;
- (b) keep custody of the common seal (if any) of the Association and all books, documents and securities of the Association;
- (c) prepare and retain accurate minutes of general meetings of the Association and meetings of the Board;
- (d) subject to the Act and these Rules, provide members with access to the register of members, the minutes of general meetings and other books and documents of the Association; and
- (e) perform any other duty or function imposed on the Secretary by these Rules.

20.3 The Secretary must give to the Registrar notice of his or her appointment within 14 days after the appointment.

## **21. INDEMNITY OF OFFICE HOLDERS**

The Association indemnifies each Office Holder against any liabilities incurred by in good faith in the course of performing her or her duties as an office holder of the Association.